

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

BABCOCK BORSIG POWER GmbH,

Plaintiff,

v.

BABCOCK POWER, INC.,

Defendant,

BABCOCK POWER, INC.,

Third-Party Plaintiff,

v.

BABCOCK BORSIG, AG,

Third-Party Defendant.

**CIVIL ACTION
NO. 04-10825 (RWZ)**

JOINT PROPOSED DISCOVERY PLAN

The parties jointly move for the Court to enter the following Discovery Plan and Pretrial Schedule. As the Court may recall, the parties previously appeared before this Court, and a preliminary schedule relating to personal jurisdiction issues was established. Thereafter, the parties resolved the issues of personal jurisdiction, and otherwise took action to consolidate a separate pending action in the Massachusetts Superior Court into the pending action, as a Counterclaim by the Babcock Power, Inc.

The parties now have filed their respective initial pleadings and answers, which include an Amended Complaint by Plaintiff Babcock Power Borsig GmbH, an Answer to

the Amended Complaint, a Counterclaim by Defendant Babcock Power, Inc., and the Answer to the Counterclaim.

With respect to the discovery schedule, both parties have expressed their mutual desire to move discovery forward in this matter as expeditiously as possible. Because documents that each party believes to be relevant may reside in remote locations, including foreign countries, both parties intend to begin discovery with a targeted 30(b)(6) depositions in order to identify the location of the relevant documents and witnesses. Counsel for the parties have agreed to identify dates in the near term for the taking of such deposition(s), and otherwise to cooperate in the identification of relevant documents and witnesses to allow for targeted discovery.

EVENT

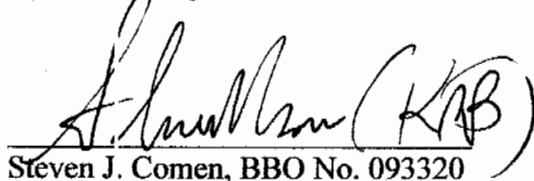
DATE

Completion of fact discovery, including completion of depositions, production of documents and all written fact discovery.	December 31, 2005
Initial Disclosure of Experts [Identification, Subject Matter, Credentials]	February 1, 2006
Reports of Expert Disclosed	March 1, 2006
Rebuttal Experts [Identification and Reports]	April 15, 2006
Completion of Expert Depositions/Discovery	May 31, 2006
Summary Judgment (Partial or Full)	Any time up to June 30, 2006

The parties respectfully request that the Court enter as an Order the schedule set forth here.

BABCOCK POWER, INC.

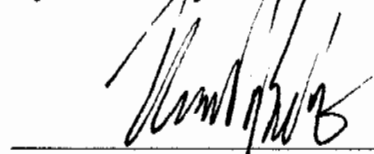
By its Attorneys



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Dated: June 2, 2005

Approved:

Zobel, J.